

CNOOC LTD
Form 6-K
August 16, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

**Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934**

For the month of August 2018

Commission File Number 1-14966

CNOOC Limited

(Translation of registrant's name into English)

65th Floor

Bank of China Tower

One Garden Road

Central, Hong Kong

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(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes ☐ No ☒

If “Yes” is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): Not applicable

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CNOOC Limited

By: /s/ Jiewen Li

Name: Jiewen Li

Title: Joint Company Secretary

Date: August 16, 2018

EXHIBIT INDEX

Exhibit No. Description

99.1	Announcement entitled “Resignation of Non-Executive Director”
99.2	Announcement entitled “List of Directors and their Role and Function”

Exhibit 99.1

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 00883)

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of CNOOC Limited (the “**Company**”) announces that Mr. Liu Jian (“**Mr. Liu**”) has resigned as the Vice Chairman and a Non-executive Director of the Company with effect from 16 August 2018 due to retirement.

Mr. Liu confirmed that he has no disagreement with the Board in any respect and he is not aware of any matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its appreciation and gratitude to Mr. Liu for his contributions and services to the Company.

By Order of the Board
CNOOC Limited
Li Jiewen
Joint Company Secretary

Hong Kong, 16 August 2018

As at the date of this announcement, the Board comprises the following:

Executive Directors

Yuan Guangyu

Xu Keqiang

Independent Non-executive Directors

Chiu Sung Hong

Lawrence J. Lau

Non-executive Directors

Tse Hau Yin, Aloysius

Yang Hua (Chairman)

Kevin G. Lynch

Wang Dongjin

Exhibit 99.2

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ANNOUNCEMENT

List of Directors and their Role and Function

The members of the board of directors (the “Board”) of CNOOC Limited and their respective role and function in the Board and the Board committees are set out below:

Board Committee

Audit Committee Nomination Committee Remuneration Committee

Directors

Executive Directors

Yuan Guangyu (CEO)	-	-
Xu Keqiang (President)	-	-
Non-executive Directors		
Yang Hua (Chairman)	C	-
Wang Dongjin	-	M

Independent Non-executive Directors

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Chiu Sung Hong	M	-	C
Lawrence J. Lau	M	M	-
Tse Hau Yin, Aloysius	C	-	M
Kevin G. Lynch	-	M	-

Notes:

CChairman of Board committee
MMember of Board committee

By Order of the Board
CNOOC Limited
Li Jiewen
Joint Company Secretary

Hong Kong, 16 August 2018

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Executive Directors

Yuan Guangyu

Xu Keqiang

Independent Non-executive Directors

Chiu Sung Hong

Lawrence J. Lau

Non-executive Directors

Tse Hau Yin, Aloysius

Yang Hua (*Chairman*)

Kevin G. Lynch

Wang Dongjin

